

CHAPMAN AND CUTLER LLP

Theodore S. Chapman  
1877-1943  
Henry E. Cutler  
1879-1959

111 West Monroe Street, Chicago, Illinois 60603-4080  
Telephone (312) 845-3000  
Facsimile (312) 701-2361  
chapman.com

San Francisco  
595 Market Street  
San Francisco, CA 94105  
(415) 541-0500

Salt Lake City  
201 South Main Street  
Salt Lake City, UT 84111  
(801) 533-0066

August 11, 2006

RECORDATION NO. 26061-6 FILED

AUG 11 '06 12:43 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams, Secretary  
Surface Transportation Board  
1925 K Street, N.W. Room 704  
Washington, DC 20423-0001

Re: The Kansas City Southern Railway Company  
Termination of Lease

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two original copies of the Termination of Equipment Lease Agreement, dated as of August 11, 2006, between PLM Financial Services, Inc., as lessor (the "Lessor") and The Kansas City Southern Railway Company, as lessee (the "Lessee").

The enclosed document relates to the Equipment Lease Agreement dated as of December 23, 2005 between Lessor and Lessee (the "Lease"). A memorandum of the Lease was recorded on December 23, 2005 at 12:20 P.M. under recordation number 26061. Additional memoranda relating to the Lease were recorded under recordation numbers 26061-B (recorded on December 30, 2005 at 10:57 A.M.), 26061-D (recorded on January 12, 2006 at 2:30 P.M.), 26061-F (recorded on January 17, 2006 at 11:28 A.M.), 26061-H (recorded on January 24, 2006 at 1:11 P.M.) and 26061-J (recorded on February 10, 2006 at 2:05 P.M.).

The names and addresses of the parties to the enclosed document are as follows:

Lessor:	PLM Financial Services, Inc. 1889 Sunset Boulevard San Diego, California 92103
Lessee:	The Kansas City Southern Railway Company 427 West 12th Street Kansas City, Missouri 64105

The equipment covered by the aforesaid Termination of Equipment Lease Agreement consists of all railroad equipment previously on file and subject to the Lease, as the same may have been supplemented or amended.

Law Offices of  
CHAPMAN AND CUTLER LLP

A short summary of the document to appear in the index follows:

Termination of Equipment Lease Agreement between PLM Financial Services, Inc., as lessor and The Kansas City Southern Railway Company, as lessee, dated as of August 11, 2006.

A fee of thirty-four dollars (\$34.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, D.C. 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (312-845-2991).

Sincerely,

CHAPMAN AND CUTLER LLP

BY



Michael D. Robson

Enclosures

AUG 11 '06

12:43 PM

**TERMINATION OF EQUIPMENT LEASE AGREEMENT****SURFACE TRANSPORTATION BOARD**

THIS TERMINATION OF EQUIPMENT LEASE AGREEMENT is made and entered into as of August 11, 2006 by and between PLM FINANCIAL SERVICES, INC., as lessor ("*Lessor*") and THE KANSAS CITY SOUTHERN RAILWAY COMPANY, as lessee ("*Lessee*").

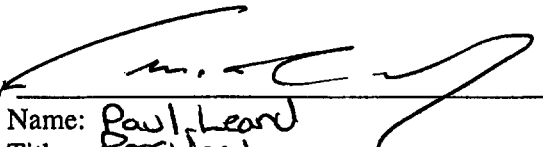
1. Lessor has heretofore entered into that certain Equipment Lease Agreement, dated as of December 23, 2005 (as amended, modified or supplemented, the "*Lease*") by which the Lessor leased to the Lessee certain railroad equipment. The Lease (or a memorandum thereof) was duly recorded with the Surface Transportation Board on December 23, 2005 at 12:20 P.M. under recordation number 26061. Additional memoranda relating to the Lease were recorded under recordation numbers 26061-B (recorded on December 30, 2005 at 10:57 A.M.), 26061-D (recorded on January 12, 2006 at 2:30 P.M.), 26061-F (recorded on January 17, 2006 at 11:28 A.M.), 26061-H (recorded on January 24, 2006 at 1:11 P.M.) and 26061-J (recorded on February 10, 2006 at 2:05 P.M.). Capitalized terms used herein without definition have the meanings assigned to them in the Lease.

2. The Lease is terminated effective as of the date hereof with respect to the units of railroad equipment subject thereto.

3. This Termination of Equipment Lease Agreement shall neither impair nor terminate the rights and obligations of the parties under the Lease which expressly survive this termination.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

PLM FINANCIAL SERVICES, as Lessor

By   
Name: Paul Leard  
Title: President

Executed on this 8<sup>th</sup> day of August, 2006.

THE KANSAS CITY SOUTHERN RAILWAY  
COMPANY, as Lessee

By \_\_\_\_\_  
Name:  
Title:

Executed on this \_\_\_\_ day of August, 2006.

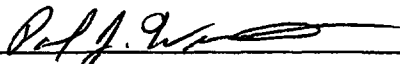
IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

PLM FINANCIAL SERVICES, as Lessor

By \_\_\_\_\_  
Name:  
Title:

Executed on this \_\_\_\_ day of August, 2006.

THE KANSAS CITY SOUTHERN RAILWAY  
COMPANY, as Lessee

By   
Name: PAUL J. WEYANDT  
Title: SENIOR VICE PRESIDENT -  
FINANCE AND TREASURER

Executed on this \_\_\_\_ day of August, 2006.

STATE OF New York )  
 ) SS.:  
COUNTY OF New York )

On this, the 8 day of August, 2006, before me, a Notary Public in and for said County and State, personally appeared Paul Leand, who being by me duly sworn, says that (s)he is the President of PLM FINANCIAL SERVICES, INC., that said instrument was signed on August 8, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

LIZABETH FUCHS  
Notary Public, State of New York  
No. 01FU6128481  
Qualified in New York County  
Commission Expires June 13, 2009

Lizaberrh fuchs  
Name: \_\_\_\_\_  
Notary Public  
My Commission Expires: 6/13/09  
Residing in New York

STATE OF MISSOURI )  
 ) SS.:  
COUNTY OF JACKSON )

On this, the \_\_\_\_ day of August, 2006, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, who being by me duly sworn, says that (s)he is the \_\_\_\_\_ of THE KANSAS CITY SOUTHERN RAILWAY COMPANY, that said instrument was signed on August \_\_, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name: \_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_  
Residing in \_\_\_\_\_

STATE OF \_\_\_\_\_ )  
 ) SS.:  
COUNTY OF \_\_\_\_\_ )

On this, the \_\_\_\_ day of August, 2006, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, who being by me duly sworn, says that (s)he is the \_\_\_\_\_ of PLM FINANCIAL SERVICES, INC., that said instrument was signed on August \_\_, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

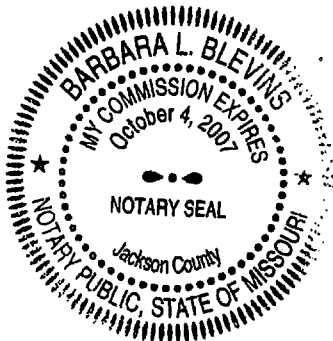
IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

STATE OF MISSOURI )  
 ) SS.:  
COUNTY OF JACKSON )

On this, the 8<sup>th</sup> day of August, 2006, before me, a Notary Public in and for said County and State, personally appeared Paul J. Weyandt, who being by me duly sworn, says that (s)he is the Senior V/P-Finance and Treas of THE KANSAS CITY SOUTHERN RAILWAY COMPANY, that said instrument was signed on August \_\_, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Barbara L. Blevins  
Name:  
Notary Public  
My Commission Expires:  
Residing in Jackson Co, Mo